Place: Alid , Illinois

_____, Illinois Dated: October 3/, 1990

LEASE SUBORDINATION AMENDMENT AGREEMENT

The undersigned, in consideration of TEN (\$10.00) DOLLARS and the modification by General Motors Acceptance Corporation ("GMAC") at the sole request of David L. Miller of that cortain loan in original principal amount of TWELVE MILLION ONE HUNDRED SIXTY-FOUR THOUSAND TWENTY-FOUR AND NO/00 (\$12,164,024.00) DOLLARS evidenced by that certain promissory note dated February 1, 1988 by David L. Miller to GMAC and the modification of that certain loan in original principal amount of THREE MILLION SEVEN HUNDRED EIGHTY THOUSAND AND NO/100 (\$3,780,000.00) DOLLARS ovidenced by that certain promissory note dated February 14, 1989 by David L. Miller to GMAC, such modifications made pursuant to that certain memorandum of understanding dated even date herewith, and other good and valuable consideration, the receipt of which is hereby acknowledged, hereky agree, warrant, acknowledge and rhores as a part of the second acknowledge and rhores as a part of the second acknowledge and rhores as a part of the second acknowledge and rhores as a part of the second acknowledge and rhores as a part of the second acknowledge and rhores as a part of the second acknowledge and rhores as a part of the second acknowledge and rhores as a part of the second acknowledge and rhores as a part of the second acknowledge and rhores as a part of the second acknowledge and the second acknowledge acknowledge and the second acknowledge acknowledge and the second acknowledge and the second acknowledge acknowledge and the second acknowledge acknowledge and the second acknowledge acknowledge acknowledge acknowledge and the second acknowledge acknow \$\$\$27 \$ K\$ H Stall relation of a contract of the contract of t follows:

- That that certain Lease Subordination Agreement made February 1, 1988 (the "Lease Subordination") by the undersigned in favor of GMAC with respect to the real property commonly known as 915 W. Dundee Road, Buffalo Grove, Cook County; Illinois and further described in Exhibit 1 hereto, such Lose Subordination being recorded February 16, 1988 as document number 88066887, in the office of the county recording officer of Cook County, in the real property records of that county, shall include Dave Miller Hyundai, Inc. and Dave Miller Isuzu, Inc. on the Appendix to Lease Subordination Agreement, in addition to those persons, corporations and other entities already listed therein.

 GPHATIATE THAT COUNTY
- 2. That that certain Mortgage and Security Accement, made by the First National Bank in Chicago Heights, as Trustee under Trust Agreement dated October 1, 1985, Trust No. 6040, and that certain Collateral Assignment of Beneficial Interest made with respect to the above-described trust, both dated February 1, 1988, have been acknowledged and amended pursuant to agreements dated even date herewith, and that the Lease Subordination and the amendments herein shall continue in full force and effect with respect to said Mortgage and Security Agreement and Collateral Assignment of Beneficial Interest, as amended.

In all other respects, the terms and conditions of the Lease Subordination are hereby confirmed. ORFATDAMO TO THE COMPANY

This document is made by First National Bank in Chicago Heights, as Trustee and accepted upon the express understanding

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that the First National Bank in Chicago Heights enters into the same not personally, but only as Trustee and that no personal liability is assumed by nor shall be asserted or enforced against First National Bank in Chicago Heights, because of or on account of the making or executing of this document or of anything therein contained, all such liability, if any, being expressly waived, nor shall First National Bank in Chicago Heights, be held personally liable upon or in consequence of any of the covenants of this document, either expressed or implied.

IN WITNESS WHEREOF, the parties hereto have caused this Agreement to be signed and sealed as of the day and year first above written, where we will be above written.

LESSOR: First National Bank in Chicago Heights, Trustee, Trust Agreement dated October 1, 1985, Trust No. 6040

By: ______ Aardia Bulteria

[Attost] Acting Secretary

LESSEE: BUFFALO GROVE NISS'N, INC.

Λ.

By: Could Make

BENEFICIARY UNDER TRUST:

First National Bank in Chicago Heights, Truscas, Trust Agreement dated May 19, 1978, Trust No. 4291

By: Land Trustee

Attest) Acting Secreta

HOLDER OF POWER OF DIRECTION UNDER TRUST:

David L. Miller

9102662

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ACKNOWLEDGED:

GENERAL MOTORS ACCEPTANCE CORPORATION

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STATE OF	TLLINOIS))			
COUNTY OF	COOK	;			
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county and	state, do	hereby certiforme to be the	y that Brian H.	BLEDO - TUBE WITEOU - WILEUM	Succeliny
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RONDA STRASSER
Notary Public, State of Illinois
My Commission Expires 6/7/94 JMIL.

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EXHIBIT 1 TO LEASE SUBORDINATION AMENDMENT AGREEMENT BY FIRST NATIONAL BANK IN CHICAGO HEIGHTS TO GMAC

PARCEL 1: LOT 2 IN THE RESUBDIVISION RECORDED JANUARY 31, 1980 AS DOCUMENT NUMBER 25344703 SEING A RESUBDIVISION OF LOT 1 IN GRAND-SPAULDING DODGE SUBDIVISION, RECURSED DECEMBER 17, 1976 AS DOCUMENT NO. 23752075, BEING A SUBDIVISION OF PART OF THE WEST 1/2 OF SECTION 8, TOWNSHIP 42 NORTH, RANGE NCIPL COUNTY CRAYS OFFICE 11, EAST OF THE THIRD PRINCIPAL MERIDIAN, IN COOK COUNTY, ILLINOIS.

03-08-101-021 P.I.N.:

Street Address:

Buffalo Grove, IL 60089

Prepared and mailed to:

William A. O'Connor, Esq. Tenenbaum & Senderowitz 19 South LaSalle Street

15th Floor

Chicago, IL 60603

